

**UNANIMOUS WRITTEN CONSENT OF MEMBERS OF  
STAR MOUNTAIN RANCH  
PROPERTY OWNERS' ASSOCIATION, INC.  
IN LIEU OF ORGANIZATIONAL MEETING**

The undersigned, members of Star Mountain Ranch Property Owners' Association, Inc., a Texas nonprofit corporation, pursuant to section 6.201 of the Texas Business Organizations Code, hereby adopt the following resolutions in lieu of holding an Organizational Meeting of the Members.

**CERTIFICATE OF FORMATION**

**RESOLVED**, that the Acknowledgment of Filing issued by the Secretary of State of Texas and the certified copy of the Certificate of Formation of the Corporation filed with the Secretary of State of Texas on August 24, 2022, are approved; and the Secretary of the Corporation is instructed to place same in the minute book of the Corporation.

**BYLAWS**

**RESOLVED**, that the Bylaws submitted to the undersigned are approved and adopted as the Bylaws of the Corporation and the Secretary of the Corporation is instructed to place same or a certified copy thereof in the minute book of the Corporation.

**PRINCIPAL OFFICE**

**RESOLVED**, that the Corporation's principal office be located and maintained at 110 W. Interstate 20, Frontage Road, Suite 120, Weatherford, Texas 76086, and that meetings of the members from time to time may be held either at the principal office or at such other place as the members shall from time to time order.

**MINUTE BOOK AND CORPORATE RECORDS**

**RESOLVED**, that the corporate record book is adopted as the record book of the corporation, and further,

**RESOLVED**, that the Corporation maintain appropriate corporate records in the corporate record book, including but not limited to originals, copies or certified copies of the Corporation's original and any amended, corrected or restated, Acknowledgment of Filing, Certificate of Formation, Bylaws, minutes of meetings, and written consents.

**SEAL**

**RESOLVED**, that the seal now presented at this meeting, an impression of which is

directed to be made in the minutes of this meeting be and the same hereby is adopted as the seal of the corporation, and further,

**RESOLVED**, that the Corporation shall not be required to use the corporate seal and the lack of the corporate seal shall not affect an otherwise valid contract or other instrument executed by the Corporation.

**OFFICERS**

**RESOLVED**, that the following persons are elected to the offices set forth opposite their names to serve as such at the pleasure of the members or pursuant to the terms of any written employment agreement executed by the Corporation and the respective officer:

<u>Office</u>	<u>Name</u>
President	Monte Magness
Secretary/Treasurer	Dennis Jones
Vice President	Vince Cutaia

**BANK ACCOUNT**

**RESOLVED**, that the Corporation establish in its name one or more accounts with one or more financial institutions on such terms and conditions as may be agreed with said financial institutions, and that the officers of the Corporation are authorized to execute any resolutions required by said financial institutions for such accounts and to designate the person or persons authorized to write checks on such accounts on behalf of the Corporation.

**ORGANIZATIONAL COSTS**

**RESOLVED**, that the attorney's fees, filing fees and other expenses and charges incurred and that may be incurred by the Corporation or persons acting on behalf of the Corporation in connection with the formation of the Corporation are reasonable and shall be paid or reimbursed by the Corporation.

**PROFESSIONAL SERVICES**

**RESOLVED**, that the law firm of Roberts, Odefey, Witte & Wall, LLP be retained as legal counsel for the Corporation, to serve at the pleasure of the Board of Directors.

**FURTHER INSTRUCTIONS TO OFFICERS**

**RESOLVED**, that the officers of the Corporation are authorized to do all things and


take all action necessary and helpful to carry out the above resolutions and all acts of the officers and any persons acting for the Corporation which are consistent with the above resolutions are ratified and adopted as the acts of the Corporation.

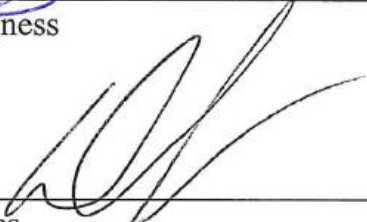
### ADDITIONAL RESOLUTIONS

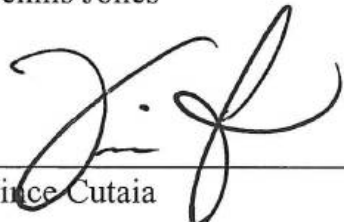
**RESOLVED**, that the following resolutions are adopted:

1. Resolution Adopting Records Retention Policy for Star Mountain Ranch Property Owners' Association, Inc.
2. Resolution Adopting Payment Plan for Star Mountain Ranch Property Owners' Association, Inc.
3. Resolution Adopting Records Production and Copying Policy for Star Mountain Ranch Property Owners' Association, Inc.
4. Resolution Adopting Procurement Policy for Star Mountain Ranch Property Owners' Association, Inc.

DATE: November 23, 2022.

  
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Monte Magness

  
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Dennis Jones

  
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Vince Cutaia